IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

ALCATEL USA RESOURCES, INC. a Delaware Corporation, and ALCATEL INTERNETWORKING, INC., a California Corporation, Plaintiffs, v. FOUNDRY NETWORKS, INC., a Delaware Corporation, Defendant.	)	Civil Action No. 05-418-SLR (JURY TRIAL DEMANDED)

APPLICATION FOR ORDER TO TAKE THE DEPOSITION OF MICHEL HENRION IN FRANCE

The Defendant, Foundry Networks, Inc., petitions the Court for an Order pursuant to Rule 28(b), Federal Rules of Civil Procedure, in the form annexed, directing the appointment of an American Consular Officer in Paris, France as Commissioner for the purpose of obtaining the testimony of Michel Henrion;

Michel Henrion, a citizen of France, presently residing in Paris, France, is unwilling to appear in the United States to give testimony which Defendant believes to be material to its defense;

The taking of evidence from Mr. Henrion in France is based on the provisions of the Hague Convention of 18 March 1970 on the Taking of Evidence Abroad in Civil or Commercial Matters, and is part of an actual judicial proceeding currently in the United States District Court;

Michel Henrion is being asked to appear voluntarily before an American consular officer in Paris, France for the purpose of giving a deposition on oral examination for use in the present proceeding, and non-appearance cannot lead to prosecution of Mr. Henrion in the United States;

Mr. Henrion is entitled to legal advice;

Mr. Henrion can claim dispensation or prohibition from doing so.

Plaintiffs do not oppose Foundry's application. Plaintiffs' position is without prejudice to their right to make other substantive objections to Foundry's request, including the right to object to the scope of the discovery sought from Mr. Henrion.

POTTER ANDERSON & CORROON LLP

OF COUNSEL:

William L. Anthony
Matthew H. Poppe
Michael F. Heafey
Orrick, Herrington & Sutcliffe LLP
1000 Marsh Road
Menlo Park, California 94025
(650) 614-7400
(As to Count I only)

Dated: September 11, 2006
749074

By: /s/ Philip A. Rovner
Philip A. Rovner (#3215)
Hercules Plaza
P.O. Box 951
Wilmington, Delaware 19899-0951
(302) 984-6000
provner@potteranderson.com

Attorneys for Defendant/Counterclaimant Foundry Networks, Inc.

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I, Philip A. Rovner, hereby certify that on September 11, 2006, the within document was filed with the Clerk of the Court using CM/ECF which will send notification of such filing(s) to the following; that the document was served on the following counsel as indicated; and that the document is available for viewing and downloading from CM/ECF.

BY HAND DELIVERY AND E-MAIL

Josy W. Ingersoll, Esq.
Karen L. Pascale, Esq.
Young Conaway Stargatt & Taylor, LLP
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, DE 19899-0391

I hereby certify that on September11, 2006 I have sent by E-mail foregoing document to the following non-registered participants:

Timothy J. Haller, Esq.
Robert Greenspoon, Esq.
Sally Wiggins, Esq.
Niro, Scavone, Haller & Niro
181 W. Madison Street, Suite 4600
Chicago, IL 60602

/s/ Philip A. Rovner

Philip A. Rovner (#3215)
Potter Anderson & Corroon LLP
Hercules Plaza
P.O. Box 951
Wilmington, Delaware 19899
(302) 984-6000
E-mail: provner@potteranderson.com